

Articles of Organization of Urgent Pet Prescott LLC

The Articles of Organization (articles) for the limited liability company named above and hereby formed in Arizona are as follows below. In these articles, defined terms are underlined. The terms member or members refer to the company's member or members, manager or managers refer to the company's manager or managers, interest refers to a member's interest in the company, agreement means the company's executed operating agreement, as amended, and Commission means the Arizona Corporation Commission.

1. *Name.* The name of the limited liability company is Urgent Pet Prescott LLC (company).
2. *Principal Address.* The company's principal address is 408 Goodwin St, Prescott, AZ 86303.
3. *Statutory Agent.* The name and mailing address of the company's agent for service of process (agent) are: Nicole J. Frost, P.O. Box 11087, Prescott, AZ 86304. The agent's physical address is: 408 Goodwin St, Prescott, AZ 86303.
4. *Purpose.* The company's purpose is to conduct any lawful activity or business.
5. *Dissolution Date.* The company's term is perpetual.
6. *Management; Managers.* Management is vested in the following managers:

Manager	Address
Nicole J. Frost	1007 Country Park Dr, Prescott, AZ 86305
Amie M. Dow	793 Grapevine Ln, Prescott, AZ 86305
Barbara Batke	1425 E. Wells Fargo Rd, Prescott, AZ 86303

7. *Members.* The members that own any interest in the company's capital or profits are:

Member	Address	Interest
Nicole J. Frost, Trustee, NJF Urgent Pet Prescott Trust	1007 Country Park Dr Prescott, AZ 86305	1/3
Amie M. Dow, Trustee, AMD Urgent Pet Prescott Trust	793 Grapevine Ln Prescott, AZ 86305	1/3
Barbara Batke, Trustee BB Urgent Pet Prescott Trust	1425 E. Wells Fargo Rd Prescott, AZ 86303	1/3

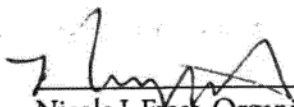
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8. *Indemnification.* The company shall indemnify its members and managers as provided in the agreement, or under the Arizona Limited Liability Company Act, Title 29, Chapter 7, Ariz. Rev. Stat., if the agreement has not been executed or is otherwise not in force.

9. *Limitations on Action.* Except as specifically authorized by the agreement, the company, members, and managers may not take any of the following actions unless the action is ratified or approved in a written document signed by all of the members; notwithstanding, this section and its subsections will only be effective after all of the members sign the agreement.

- 9.1. Alter any purpose for which the company was formed.
- 9.2. Change the company's life from perpetual to a shorter term.
- 9.3. Withdraw any capital contributions made to the company.
- 9.4. Engage in any action that requires the approval of all of the members.
- 9.5. Engage in any action that is expressly prohibited in the agreement.
- 9.6. Voluntarily or involuntarily transfer all or any portion of the member's interest. Any attempt to transfer all or any portion of a member's interest that does not comply with the agreement's applicable provisions shall be null and void. A transferee of all or a portion of a member's interest will not become a member nor have any right to participate in the company's management or affairs except as provided in the agreement.
- 9.7. Allow a member to retire or withdraw voluntarily as a member except as a dissociated member.

The undersigned, based on information and belief formed after reasonable inquiry, hereby declares and certifies under penalty of perjury that the information contained herein is true and correct.

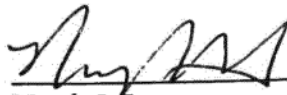


Nicole J. Frost, Organizer 02/02 /2022
1007 Country Park Dr, Prescott, AZ 86305 Date

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Statutory Agent's Acceptance of Appointment

I, Nicole J. Frost, having been designated to act as Statutory Agent for Urgent Pet Prescott LLC, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

02/02 /2022
Nicole J. Frost Date

[End of document.]